

EXHIBIT B – Part 3

Monthly Fee Application for the Period from:
June 1, 2012 – June 30, 2012

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)
) Chapter 11
)
)
W. R. GRACE & CO., et al.¹;) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
Debtors.) **Objection Deadline:**
) **August 20, 2012 at 4:00 p.m.**
) **Hearing date: To be scheduled only if objections**
) **are timely filed and served.**

NOTICE OF FILING OF MONTHLY FEE APPLICATION

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; (7) Counsel to the Debtors-in-Possession Lenders; and (8) the Fee Auditor:

Stroock & Stroock & Lavan LLP (“Stroock”), counsel to the Official Committee of Unsecured Creditors (the “Committee”) of the above captioned debtor and debtors in possession

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Date Filed: 7/30/2012

Docket No.: 29369

in the above-captioned chapter 11 cases, filed and served the One Hundred and Thirty-Fifth Monthly Fee Application of Stroock & Stroock & Lavan LLP for Interim Compensation and for Reimbursement of Expenses for the services rendered during the period June 1, 2012 through June 30, 2012, seeking compensation in the amount of \$38,931.50 and reimbursement for actual and necessary expenses in the amount of \$70.86.

Objections or responses to the Monthly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **August 20, 2012 at 4:00 p.m.**

At the same time you must also serve a copy of the objections or responses, if any, upon the Affected Professional and each of the following: (i) co-counsel for the Debtors, Adam Paul, Esquire, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, Illinois 60654 (fax number 312-862-2200), and James E. O'Neill, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400), and Roger J. Higgins, Esquire, The Law Offices of Roger Higgins LLC, 111 East Wacker Drive, Suite 2800, Chicago, IL 60601 (Fax number 312-577-0737); (ii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 222 Delaware Avenue, Suite 1600, Wilmington, Delaware 19801-1659 (fax number 302-657-4901); (iii) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Dunn, Baena, Price & Axelrod LLP, Wachovia Building, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351,

Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, New York 10022 (fax number 212-644-6755), and Mark Hurford, Esquire, Campbell & Levine, LLC, 800 N. King Street, Suite 300, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins LLP, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Neil B. Glassman, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) co-counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (fax number 212-715-8000), and Teresa K.D. Currier, Esquire, Saul Ewing LLP, 222 Delaware Avenue, Wilmington, Delaware 19801 (Fax number 302-421-6813); (vii) the Office of the United States Trustee, Attn: David Klauder, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee Auditor, Bobbi M. Ruhlander, Esquire, Warren H. Smith and Associates, P.C., 2235 Ridge Road, Suite 105, Rockwall, TX 75087 (Fax number 214-722-0081).

[Remainder of Page Left Intentionally Blank]

Dated: July 30, 2012
Wilmington, Delaware

RESPECTFULLY SUBMITTED,

/s/ Michael R. Lastowski

Michael R. Lastowski, Esq. (DE 3892)
Richard W. Riley (DE 4052)
DUANE MORRIS LLP
222 Delaware Avenue, Suite 1600
Wilmington, DE 19801-1659
Telephone: (302) 657-4900
Facsimile: (302) 657-4901
E-mail: mlastowski@duanemorris.com
E-mail: rw Riley@duanemorris.com

William S. Katchen, Esquire (Admitted in NJ Only)
DUANE MORRIS LLP
Suite 1200
744 Broad Street
Newark, NJ 07102-3889
Telephone: (973) 424-2000
Facsimile: (973) 424-2001
E-mail: wskatchen@duanemorris.com

and

Lewis Kruger, Esquire
Kenneth Pasquale, Esquire
STROOCK & STROOCK & LAVAN LLP
180 Maiden Lane
New York, New York 10038-4982
Telephone: (212) 806-5400
Facsimile: (212) 806-6006
E-mail: lkruger@stroock.com
kpasquale@stroock.com

Co-Counsel for the Official Committee of
Unsecured Creditors of W. R. Grace & Co., et al.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
)	
)	Case No. 01-01139 (JKF)
W.R. GRACE & CO., <u>et al.</u> ,)	(Jointly Administered)
)	
Debtors.)	Objection Deadline:
)	August 20, 2012 at 4:00 p.m.
)	Hearing date: To be scheduled only if objections
)	are timely filed and served.

**ONE HUNDRED AND THIRTY-FIFTH MONTHLY FEE APPLICATION OF
STROOCK & STROOCK & LAVAN LLP FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD
FROM JUNE 1, 2012 THROUGH JUNE 30, 2012**

Name of Applicant	Stroock & Stroock & Lavan LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Date of Retention:	April 12, 2001
Period for which compensation and reimbursement is sought	June 1, 2012 – June 30, 2012
Amount of Compensation sought as actual, reasonable and necessary:	\$38,931.50 (80%: \$31,145.20)
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$70.86
This is an: <input checked="" type="checkbox"/> interim <input type="checkbox"/> final application	

Attachment A**Monthly Interim Fee Applications**

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
May 30, 2001 D.I.339	4/12/01- 4/30/01	\$138,926.00	\$1,975.13	\$111,140.80	\$1,975.13
July 2, 2001 D.I.613	5/1/01 – 5/31/01	\$139,928.75	\$6,884.73	\$111,943.00	\$6,884.73
July 30, 2001 D.I.772	6/1/01 – 6/30/01	\$91,019.00	\$10,458.14	\$72,815.20	\$10,458.14
September 5, 2001 D.I.889	7/1/01- 7/31/01	\$92,308.00	\$5,144.37	\$73,846.40	\$5,144.37
October 2, 2001 D.I.983	8/1/01 8/31/01	\$53,873.50	\$3,069.88	\$43,098.80	\$3,069.88
October 31, 2001 D.I.1058	9/1/01 – 9/30/01	\$58,742.00	\$6,801.32	\$46,993.60	\$6,801.32
November 26, 2001 D.I.1239	10/1/01 – 10/31/01	\$101,069.00	\$3,562.09	\$80,855.20	\$3,562.09
January 8, 2002 D.I.1470	11/1/01 – 11/30/01	\$136,368.50	\$8,847.34	\$109,094.80	\$8,847.34
February 1, 2002 D.I.1608	12/01/01 – 12/31/01	\$92,064.50	\$9,471.47	\$73,651.60	\$9,471.47
March 14, 2002 D.I.1812	01/01/02 – 01/31/02	\$100,231.50	\$14,675.58	\$80,185.20	\$14,675.58
April 22, 2002 D.I.1951	02/01/02 – 02/28/02	\$88,974.50	\$16,863.97	\$71,179.60	\$16,863.97
May 8, 2002 D.I.2029	03/01/02 – 03/31/02	\$77,964.25	\$1,190.44	\$62,371.40	\$1,190.44
June 3, 2002 D.I.2156	04/01/02- 04/30/02	\$97,251.50	\$1,816.40 (Stroock) \$9,772.37 (Chambers)	\$77,801.20	\$11,588.86

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
July 2, 2002 D.I.2324	05/01/02 – 05/31/02	\$74,910.75	\$2,9154.43 (Stroock) \$43,190.69 (Chambers)	\$59,928.60	\$46,105.12
August 5, 2002 D.I.2495	06/01/02 – 06/30/02	\$73,096.75	\$2,054.05 (Stroock) \$114,666.72 (Chambers)	\$58,477.4011	\$116,720.77
September 20, 2002 D.I.2720	07/01/02 – 07/31/02	\$90,903.27	\$1,250.79 (Stroock) \$11,996.25 (Chambers)	\$72,722.61	\$13,274.04
October 29, 2002 D.I.2898	08/01/02 – 08/31/02	\$93,151.25	\$11,539.51 (Stroock) \$5,046.70 (Chambers)	\$74,521.00	\$16,586.21
November 14, 2002 D.I.2981	09/01/02 – 09/30/02	\$96,613.25	\$15,567.77 (Stroock) \$771.50 (Chambers)	\$77,290.60	\$16,339.27
December 10, 2002 D.I.3129	10/1/02 – 10/31/02	\$68,404.00	\$2,956.54 (Stroock) \$1,780.75 (Chambers)	\$54,723.20	\$4,737.29
January 28, 2003 D.I.3286	11/1/02 – 11/30/02	\$75,345.50	\$8,712.16 (Stroock)	\$60,276.40	\$8,712.16
February 7, 2003 D.I.3349	12/1/02 – 12/31/02	\$27,683.50	\$13,332.14 (Stroock)	\$22,146.80	\$13,332.14
March 26, 2003 D.I.3552	1/1/03 – 1/31/03	\$88,139.00	\$1,210.11 (Stroock)	\$70,511.20	\$1,210.11
April 7, 2003 D.I.3626	2/1/03 – 2/28/03	\$76,313.00	\$2,022.78 (Stroock) \$1,077.80 (Chambers)	\$61,050.40	\$3,100.58
April 29, 2003 D.I. 3718	3/1/03 – 3/31/03	\$60,163.50	\$6,191.15 (Stroock)	\$48,130.80	\$6,191.15
June 2, 2003 D.I. 3850	4/1/03 – 4/30/03	\$60,269.00	\$814.02 (Stroock) \$2,043.00 (Chambers)	\$48,215.20	\$2,857.02
July 1, 2003 D.I. 3983	5/1/03 – 5/31/03	\$111,990.50	\$691.84 (Stroock) \$9,830.50 (Chambers)	\$89,592.40	\$10,522.34
August 5, 2003 D.I. 4152	6/1/03 – 6/30/03	\$43,824.00	\$1,220.42 (Stroock) \$61,755.00 (Chambers)	\$35,059.20	\$62,975.42

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
September 4, 2003 D.I. 4381	7/1/03 – 7/31/03	\$79,090.50	\$2,301.33 (Stroock) \$14,274.25 (Chambers)	\$55,941.60	\$16,575.58
September 30, 2003 D.I. 4512	8/1/03 – 8/31/03	\$69,927.00	\$1,164.19 (Stroock) \$12,488.94 (Chambers)	\$55,941.60	\$13,653.13
October 29, 2003 D.I. 4625	9/1/03 – 9/30/03	\$69,409.50	\$1,076.94 (Stroock) \$10,102.00 (Chambers)	\$55,527.60	\$11,178.94
December 19, 2002 D.I. 4843	10/1/03 – 10/31/03	\$96,980.50	\$3,800.45 (Stroock) \$42,881.50 (Chambers)	\$77,584.40	\$46,681.95
January 23, 2003 D.I. 4976	11/1/03 – 11/30/03	\$66,428.50	\$1,225.38 (Stroock) \$30,463.00 (Navigant f/k/a Chambers)	\$53,142.80	\$31,688.38
February 4, 2004 D.I. 5056	12/1/03 – 12/31/03	\$52,321.50	\$924.99 (Stroock) \$27,005.00 (Navigant f/k/a Chambers)	\$41,857.20	\$27,929.99
March 17, 2004 D.I. 5309	1/1/04 – 1/31/04	\$65,980.50	\$1,917.93 (Stroock) \$47,654.57 (Navigant f/k/a Chambers)	\$52,784.40	\$49,572.50
April 6, 2004 D.I. 5406	2/1/04 – 2/29/04	\$90,421.50	\$3,636.48 (Stroock) \$35,492.50 (Navigant f/k/a Chambers)	\$72,337.20	\$39,128.98
April 28, 2004 D.I. 5498	3/1/04 – 3/31/04	\$103,524.00	\$5,567.34 (Stroock)	\$82,819.20	\$5,567.34
June 14, 2004 D.I. 5803	4/1/04 – 4/30/04	\$99,136.00	\$3,518.96 (Stroock) \$1,515.00 (Navigant February) \$49,667.00 (Navigant March) \$80,307.11 (Navigant April)	\$79,308.80	\$135,008.07
July 2, 2004 D.I. 5917	5/1/04 – 5/31/04	\$134,324.50	\$2,409.97 (Stroock) \$78,360.05 (Navigant May)	\$107,459.60	\$80,770.02

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 2, 2004 D.I. 6105	6/1/04 – 6/30/04	\$120,501.00	\$1,831.49 (Stroock) \$62,625.00 (Navigant June)	\$96,400.80	\$64,456.49
September 9, 2004 D.I. 6341	7/1/04 – 7/31/04	\$72,394.00	\$3,461.84 (Stroock) \$40,427.50 (Navigant July)	\$57,915.20	\$43,889.34
September 23, 2004 D.I. 6444	8/1/04 – 8/31/04	\$70,457.00	\$1,764.40 (Stroock)	\$56,365.60	\$1,764.40
October 14, 2004 D.I. 6625	9/1/04 – 9/30/04	\$83,903.50	\$1,535.61 (Stroock) \$27,142.00 (Navigant August)	\$67,122.80	\$28,677.61
December 3, 2004 D.I. 7086	10/1/04 – 10/31/04	\$200,155.50	\$1,368.18 (Stroock) \$ 24,659.00 (Navigant September)	\$160,124.40	\$26,027.18
January 7, 2005 D.I. 7481	11/1/04 – 11/30/04	\$218,608.50	\$14,019.09 (Stroock) \$25,102.80 (Navigant October) \$27,972.34 (Navigant November)	\$174,886.80	\$67,094.23
February 2, 2005 D.I. 7667	12/1/04 – 12/31/04	\$235,503.70	\$10,442.92 (Stroock) \$62,687.97 (Navigant December)	\$188,402.96	\$73,130.89
March 15, 2005 D.I. 8026	1/1/05 – 1/31/05	\$187,168.00	\$4,411.55 (Stroock) \$15,686.00 (Navigant January)	\$149,734.40	\$20,097.55
April 1, 2005 D.I. 8155	2/1/05 – 2/28/05	\$108,180.25	\$8,102.85 (Stroock) \$18,303.37 (Navigant February)	\$86,544.20	\$26,406.22
April 25, 2005 D.I. 8331	3/1/05 – 3/31/05	\$56,941.25	\$287.23 (Stroock) \$6,114.86 (Navigant March)	\$45,553.00	\$6,402.09
June 6, 2005 D.I. 8562	4/1/05 – 4/30/05	\$127,695.00	\$3,531.45 (Stroock) \$20,129.06 (Navigant April)	\$102,156.00	\$23,660.51

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
June 28, 2005 D.I. 8704	5/1/05 – 5/31/05	\$115,453.75	\$858.21 (Stroock)	\$78,855.20	\$858.21
August 3, 2005 D.I. 9135	6/1/05 – 6/30/05	\$114,903.75	\$4,871.74 (Stroock) \$34,075.28 (Navigant)	\$91,923.00	\$38,947.02
September 8, 2005 D.I. 9356	7/1/05 – 7/31/05	\$117,780.75	\$2,088.44 (Stroock) \$2,211.00 (Navigant)	94,224.60	\$4,299.44
October 14, 2005 D.I. 9565	8/1/05 8/31/05	\$106,796.25	\$5,046.99 (Stroock) \$18,550.00 (Navigant)	\$85,437.00	\$23,596.99
November 1, 2005 D.I. 10951	9/1/05 9/31/05	\$67,697.50	\$1,399.68 (Stroock) \$11,197.50 (Navigant)	\$54,158.00	\$12,597.18
November 29, 2005 D.I. 11202	10/1/05 - 10/31/05	\$98,216.75	\$1,611.30 (Stroock) \$11,582.50 (Navigant)	\$78,573.40	\$13,193.80
January 9, 2006 D.I. 11507	11/1/05 11/30/05	\$104,348.00	\$2,847.45 (Stroock) \$71,598.50 (Navigant)	\$83,478.40	\$74,445.95
January 30, 2006 D.I. 11655	12/1/05 – 12/31/05	\$96,855.00	\$1,379.53 (Stroock) \$20,317.49 (Navigant)	\$77,484.00	\$21,697.02
March 1, 2006 D.I. 11921	1/1/06 – 1/31/06	\$73,383.00	\$1,810.85 (Stroock) \$14,124.01 (Navigant)	\$58,706.40	\$15,934.86
March 28, 2006 D.I. 12134	2/1/06 – 2/28/06	\$105,083.75	\$1,434.62 (Stroock) \$25,971.70 (Navigant)	\$84,067.00	\$27,406.32
May 2, 2006 D.I. 12354	3/1/2006 - 3/31/2006	\$145,189.50	\$2,512.81 (Stroock) \$25,838.37 (Navigant)	\$116,151.60	\$28,351.18
May 31, 2006 D.I. 12558	4/1/2006 - 4/30/2006	\$116,817.00	\$2,141.42 (Stroock) \$7,425.00 (Navigant)	\$93,453.60	\$9,566.42
July 6, 2006 D.I. 12748	5/1/2006 – 5/31/2006	\$121,304.50	\$1,838.71 (Stroock) \$17,493.75 (Navigant)	\$97,043.60	\$19,332.46
August 1, 2006 D.I. 12899	6/1/2006 – 6/30/2006	\$94,856.50	\$1,869.66 (Stroock) \$38,548.75 (Navigant)	\$75,885.20	\$40,418.41

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 30, 2006 D.I. 13117	7/1/2006 – 7/31/2006	\$97,397.25	\$496.76 (Stroock) \$30,280.00 (Navigant)	\$77,917.80	\$30,776.76
October 2, 2006 D.I. 13336	8/1/2006- 8/31/2006	\$131,856.25	\$98.34 (Stroock) \$98,317.50 (Navigant)	\$105,485.00	\$98,415.84
November 2, 2006 D.I. 13559	9/1/2006 – 9/30/2006	\$150,960.00	\$4,147.01 (Stroock) \$91,179.11 (Navigant)	\$120,768.00	\$95,326.12
November 29, 2006 D.I. 13838	10/1/06 – 10/31/06	\$196,223.50	\$915.14 (Stroock) \$147,374.20 (Navigant)	\$156,978.89	\$148,289.34
January 12, 2007 D.I. 14292	11/1/06 – 11/30/06	\$188,638.00	\$3,370.16 (Stroock) \$133,438.70 (Navigant)	\$150,910.40	\$136,808.86
January 29, 2007 D.I. 14415	12/1/06 – 12/31/06	\$99,832.00	\$5,752.89 (Stroock) \$55,245.22 (Navigant)	\$79,865.60	\$60,998.11
March 8, 2007 D.I. 14810	1/1/2007 – 1/31/2007	\$77,582.00	\$962.06 (Stroock) \$90,474.74 (Navigant)	\$62,065.60	\$91,436.80
April 10, 2007 D.I. 15132	2/1/2007 – 2/28/2007	\$119,140.50	\$3,092.88 (Stroock) \$77,301.25 (Navigant)	\$95,312.40	\$80,394.13
May 1, 2007 D.I. 15457	3/1/2007 – 3/31/2007	\$135,228.00	\$6,635.25 (Stroock) \$104,674.53 (Navigant)	\$108,182.40	\$111,309.78
June 22, 2007 D.I. 16136	4/1/2007 – 4/30/2007	\$177,646.00	\$815.81 (Stroock) \$173,437.45 (Navigant)	\$142,116.80	\$174,253.26
July 17, 2007 D.I. 16309	5/1/2007 – 5/31/2007	\$205,937.25	\$6,405.01 (Stroock) \$162,431.03 (Navigant)	\$164,749.80	\$168,836.04
August 10, 2007 D.I. 16528	6/1/2007 – 6/30.2007	\$225,650.50	\$5,929.97 (Stroock) \$200,294.81 (Navigant)	\$180,520.40	\$206,224.78
September 14, 2007 D.I. 16822	7/1/2007 – 7/31/2007	\$157,268.50	\$4,021.65 (Stroock) \$208,116.54 (Navigant)	\$125,814.80	\$212,138.19
October 1, 2007 D.I. 16959	8/1/2007 – 8/31/2007	\$145,866.50	\$3,354.61 (Stroock) \$210,152.54 (Navigant)	\$116,693.20	\$213,507.15

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
November 19, 2007 D.I. 17394	9/1/2007 – 9/30/2007	\$206,908.50	\$3,056.89 (Stroock)	\$165,526.80	\$3,056.89
December 5, 2007 D.I. 17548	10/1/07 - 10/31/07	\$288,976.50	\$22,324.58 (Stroock) \$325,509.63 (Navigant)	\$231,181.20	\$347,834.21
January 11, 2008 D.I. 17803	11/1/07 – 11/30/07	\$249,372.50	\$32,780.40 (Stroock) \$162,394.93 (Navigant)	\$199,498.00	\$195,175.33
February 1, 2008 D.I. 17957	12/1/07 – 12/31/07	\$116,522.50	\$57,717.92 (Stroock) \$47,444.43 (Navigant)	\$93,218.00	\$105,162.35
March 4, 2008 D.I. 18202	1/1/08 – 1/31/08	\$201,472.50	\$3,282.80 (Stroock) \$86,070.26 (Navigant)	\$161,178.00	\$89,353.06
April 4, 2008 D.I. 18450	2/1/08 – 2/29/08	\$195,491.00	\$5,922.25 (Stroock) \$73,924.16 (Navigant)	\$156,392.80	\$79,846.41
April 29, 2008 D.I. 18639	3/1/08 – 3/31/08	\$275,659.00	\$11,217.17 (Stroock) \$69,201.53 (Navigant)	\$220,527.20	\$80,418.70
June 4, 2008 D.I. 18862	4/1/08 - 4/30/08	\$298,888.00	\$10,143.60 (Stroock) \$38,800.00 (Navigant)	\$239,110.40	\$48,943.60
July 1, 2008 D.I. 19032	5/1/08 - 5/31/08	\$138,683.50	\$3,649.95 (Stroock)	\$110,946.80	\$3,649.95
August 4, 2008 D.I. 19224	6/1/2008 - 6/30/2008	\$213,559.00	\$12,357.78 (Stroock) \$96.84 (Navigant)	\$170,847.20	\$12,454.62
September 10, 2008 D.I. 19516	7/1/2008 - 7/31/2008	\$206,087.50	\$6,717.13 (Stroock) \$259.90 (Navigant)	\$164,870.00	\$6,977.03
September 30, 2008 D.I. 19653	8/1/2008 – 8/31/2008	\$212,928.50	\$2,326.65 (Stroock)	\$170,342.80	\$2,326.65
November 6, 2008 D.I. 19949	9/1/2008 – 9/30/2008	\$226,486.50	\$2,844.77 (Stroock)	\$181,189.20	\$2,844.77
December 2, 2008 D.I. 20174	10/1/08 – 10/31/08	\$270,097.00	\$10,611.52 (Stroock)	\$216,077.60	\$10,611.52

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
December 30, 2008 D.I. 20384 & 20385	11/1/08 – 11/30/08	\$184,642.00	\$5,870.24 (Stroock)	\$147,713.60	\$5,870.24
February 3, 2009 D.I. 20654	12/1/08 – 12/31/08	\$102,648.50	\$4,017.80 (Stroock)	\$82,118.80	\$4,017.80
March 3, 2009 D.I. 20906	1/1/09 – 1/31/09	\$114,525.00	\$2,458.44 (Stroock)	\$91,620.00	\$2,458.44
March 30, 2009 D.I. 21152	2/1/09 – 2/28/09	\$141,569.00	\$1,627.89 (Stroock)	\$113,255.20	\$1,627.89
April 29, 2009 D.I. 21475	3/1/09 – 3/31/09	\$181,006.75	\$3,270.02 (Stroock)	\$144,805.40	\$3,270.02
May 29, 2009 D.I. 21910	4/1/09 – 4/30/09	\$187,588.50	\$1,545.41 (Stroock)	\$150,070.80	\$1,545.41
July 1, 2009 D.I. 22310	5/1/09 – 5/31/09	\$227,989.00	\$9,428.79 (Stroock)	\$182,391.20	\$9,428.79
August 6, 2009 D.I. 22709	6/1/09 – 6/30/09	\$238,611.25	\$5,960.91 (Stroock)	\$190,889.00	\$5,960.91
September 25, 2009 D.I. 23338	7/1/09 – 7/31/09	\$294,766.50	\$17,306.20 (Stroock)	\$235,813.20	\$17,306.20
October 5, 2009 D.I. 23422	8/1/09 – 8/31/09	\$299,544.25	\$7,237.57 (Stroock) \$2,812.50 (Navigant)	\$239,635.40	\$10,050.07
November 13, 2009 D.I. 23759	9/1/09 – 9/30/09	\$349,937.50	\$20,164.05 (Stroock)	\$279,950.00	\$20,164.05
December 1, 2009 D.I. 23897	10/1/09 – 10/31/09	\$281,050.75	\$12,457.25 (Stroock)	\$224,840.60	\$12,457.25
December 30, 2009 D.I. 24087	11/1/09 – 11/30/09	\$219,347.00	\$10,084.80 (Stroock)	\$175,477.60	\$10,084.80
January 29, 2010 D.I. 24211	12/1/09 – 12/31/09	\$117,137.00	\$3,532.36 (Stroock)	\$93,709.60	\$3,532.36

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
March 1, 2010 D.I. 24376	1/1/2010 – 1/31/2010	\$193,442.75	\$3,163.37 (Stroock)	\$154,754.20	\$3,163.37
March 30, 2010 D.I. 24537	2/1/2010 – 2/28/2010	\$56,435.50	\$1,668.29 (Stroock)	\$45,148.40	\$1,668.29
April 28, 2010 D.I. 24687	3/1/2010 – 3/31/2010	\$42,209.00	\$636.63 (Stroock)	\$33,767.20	\$636.63
May 28, 2010 D.I. 24859	4/1/2010 – 4/30/2010	\$44,465.00	\$265.51 (Stroock)	\$35,572.00	\$265.51
June 28, 2010 D.I. 24993	5/1/2010 – 5/31/2010	\$36,946.50	\$770.90 (Stroock)	\$29,557.20	\$770.90
July 28, 2010 D.I. 25130	6/1/2010 – 6/30/2010	\$52,374.50	\$93.68 (Stroock)	\$41,899.60	\$93.68
August 30, 2010 D.I. 25286	7/1/2010 – 7/31/2010	\$20,240.00	\$141.30 (Stroock)	\$16,192.00	\$141.30
September 28, 2010 D.I. 25488	8/1/2010 – 8/31/2010	\$23,595.50	\$157.91 (Stroock)	\$18,876.40	\$157.91
October 28, 2010 D.I. 25660	9/1/2010 – 9/30/2010	\$25,244.50	\$328.75 (Stroock)	\$20,195.60	\$328.75
November 29, 2010 D.I. 25812	10/1/2010 – 10/31/10	\$17,677.50	\$90.00 (Stroock)	\$14,142.00	\$90.00
December 28, 2010 D.I. 25963	11/1/2010 – 11/30/2010	\$45,417.00	\$307.06 (Stroock)	\$36,333.60	\$307.06
January 28, 2011 D.I. 26140	12/1/2011 – 12/31/2011	\$78,046.75	\$2,238.40 (Stroock)	\$62,437.40	\$2,238.40
February 28, 2011 D.I. 26435	1/1/2011 – 1/31/2011	\$37,267.00	\$193.84 (Stroock)	\$29,813.60	\$193.84
March 28, 2011 D.I. 26651	2/1/2011 – 2/28/2011	\$145,264.75	\$3,264.42 (Stroock)	\$116,211.80	\$3,264.42

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
April 28, 2011 D.I. 26834	3/1/2011 – 3/31/2011	\$95,649.00	\$1,447.38 (Stroock)	\$76,519.20	\$1,447.38
May 31, 2011 D.I. 27012	4/1/2011 – 4/30/2011	\$137,671.50	\$1,005.62 (Stroock)	\$110,137.20	\$1,005.62
June 28, 2011 D.I. 27166	5/1/2011 – 5/31/2011	\$67,451.50	\$1,350.50 (Stroock)	\$53,961.20	\$1,350.50
July 28, 2011 D.I. 27326	6/1/2011 – 6/30/2011	\$183,497.75	\$1,903.63 (Stroock)	\$146,798.20	\$1,903.63
August 30, 2011 D.I. 27526	7/1/2011 – 7/31/2011	\$63,076.00	\$1,373.39 (Stroock)	\$50,460.80	\$1,373.39
September 28, 2011 D.I. 27675	8/1/2011 – 8/31/2011	\$56,731.00	\$1,133.86 (Stroock)	\$45,384.80	\$1,133.86
October 28, 2011 D.I. 27847	9/1/2011 – 9/30/2011	\$68,727.00	\$1,025.63 (Stroock)	\$54,981.60	\$1,025.63
December 1, 2011 D.I. 28060	10/1/2011 – 10/31/2011	\$55,335.00	\$348.59 (Stroock)	\$44,268.00	\$348.59
December 28, 2011 D.I. 28281	11/1/2011 – 11/30/2011	\$29,136.00	\$416.68 (Stroock)	\$23,308.80	\$416.68
February 3, 2012 D.I. 28463	12/1/2011 – 12/31/2011	\$8,012.50	\$52.22 (Stroock)	\$6,410.00	\$52.22
February 28, 2012 D.I. 28595	1/1/2012 – 1/31/2012	\$31,694.50	\$379.41 (Stroock)	\$25,355.60	\$379.41
March 28, 2012 D.I. 28732	2/1/2012 – 2/29/2012	\$62,628.00	\$220.71 (Stroock)	\$50,102.40	\$220.71
April 30, 2012 D.I. 28848	3/1/2012 – 3/31/2012	\$27,172.50	\$140.02 (Stroock)	\$21,738.00	\$140.02
May 30, 2012 D.I. 28991	4/1/2012 – 4/30/2012	\$24,898.50	\$75.21 (Stroock)	\$19,918.80	\$75.21

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
July 2, 2012 D.I. 29165	5/1/2012 – 5/31/2012	42,647.00	\$1,118.18 (Stroock)	\$34,117.60	\$1,118.18

WR GRACE & CO
ATTACHMENT B
JUNE 1, 2012 - JUNE 30, 2012

	Hours	Rate	Amount	No. of Years in Position
Partners				
Kruger, Lewis	3.0	\$1,025	\$ 3,075.00	42
Pasquale, Kenneth	3.4	920	3,128.00	21
Associates				
Krieger, Arlene G.	41.2	725	29,870.00	27
Paraprofessionals				
Magzamen, Michael	1.7	335	569.50	9
Mohamed, David	10.9	210	2,289.00	22
Total	60.2		\$ 38,931.50	

EXHIBIT A

WR GRACE & CO
COMPENSATION BY PROJECT CATEGORY
JUNE 1, 2012 - JUNE 30, 2012

Matter Code	Project Category	Hours	Amount
0009	Asset Dispositions, Sales, Uses and Leases (Section 363)	2.7	\$ 2,017.50
0013	Business Operations	1.9	1,377.50
0014	Case Administration	10.2	2,407.50
0017	Committee, Creditors', Noteholders', or Equity Holders'	27.9	20,634.00
0018	Fee Application, Applicant	3.8	1,466.00
0019	Creditor Inquiries	1.9	1,670.00
0020	Fee Application, Others	0.3	217.50
0036	Plan and Disclosure Statement	11.4	9,069.00
0037	Hearings	0.1	72.50
	Total	60.2	\$ 38,931.50

STROOCK

INVOICE

DATE	July 10, 2012
INVOICE NO.	568276
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through June 30, 2012, including:

RE	Asset Dispositions, Sales, Uses and Leases (Section 363) 699843 0009
----	---

DATE	DESCRIPTION	NAME	HOURS
06/18/2012	Attend to sale notice and agreement re: Bondera Business Assets and memorandum of questions/comments on proposed sale (2.0); memoranda with Capstone re: same (.1); memorandum to R. Higgins re: additional information request (.1).	Krieger, A.	2.2
06/19/2012	Attend to additional information from R. Higgins re: Bondera sale.	Krieger, A.	0.1
06/20/2012	Memoranda with Capstone re: additional information on Bondera sale.	Krieger, A.	0.2
06/21/2012	Review Capstone memo re: Bondera Asset sale.	Kruger, L.	0.2

STROOCK

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	2.5	\$ 725	\$ 1,812.50
Kruger, Lewis	0.2	1,025	205.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 2,017.50	
TOTAL FOR THIS MATTER		\$ 2,017.50	

STROOCK

RE	Business Operations 699843 0013
----	------------------------------------

DATE	DESCRIPTION	NAME	HOURS
06/11/2012	Attend to Capstone's report for the Committee re: 2012 Business Plan Review and 1st quarter 2012 performance and memorandum to Capstone re: same.	Krieger, A.	1.9

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.9	\$ 725	\$ 1,377.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,377.50
--	-------------

TOTAL FOR THIS MATTER	\$ 1,377.50
-----------------------	-------------

STROOCK

RE	Case Administration 699843 0014
----	------------------------------------

DATE	DESCRIPTION	NAME	HOURS
06/04/2012	Review appeals case docket nos. 11-199 and 12-1402 (.2); update internal case docket (.1).	Mohamed, D.	0.3
06/05/2012	Obtain and circulate recently docketed pleading in main case (.2); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.3
06/06/2012	Obtain and circulate recently docketed pleading in main case (.2); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.4
06/07/2012	Obtain and circulate recently docketed pleadings in main case (.6); review case docket no. 11-199 (.1).	Mohamed, D.	0.7
06/08/2012	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
06/11/2012	Review appeals case docket no. 12-1402 (.1); obtain recent pleadings re: case no. 11-199 for attorney review (.4).	Mohamed, D.	0.5
06/12/2012	Obtain and circulate recently docketed pleadings in main case (.5); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.6
06/13/2012	Obtain and circulate recently docketed pleadings in main case (.3); obtain documents for attorney review (.5); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	1.0
06/14/2012	Memoranda with DM re: court call arrangements for 6/18/12 hearing; revision of quarterly fee schedule.	Krieger, A.	0.2
06/14/2012	Obtain and circulate recently docketed pleadings in main case (.6); review case filed documents (.7); review appeals case docket no. 11-199 (.1); schedule A. Krieger to appear telephonically at 6/18/12 hearing (.1).	Mohamed, D.	1.5

STROOCK & STROOCK & LAVAN LLP • NEW YORK • LOS ANGELES • MIAMI

180 MAIDEN LANE, NEW YORK, NY 10038-4982 TEL 212.806.5400 FAX 212.806.6006 WWW.STROOCK.COM

STROOCK

DATE	DESCRIPTION	NAME	HOURS
06/15/2012	Obtain and circulate recently docketed pleadings in main case (.4); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.6
06/18/2012	Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.5
06/19/2012	Review appeals case docket no. 11-199 (.1); review case file documents (.7).	Mohamed, D.	0.8
06/20/2012	Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.5
06/21/2012	Review appeals case docket no. 11-199 (.1); obtain documents for attorney review (.6); update internal case docket (.1).	Mohamed, D.	0.8
06/22/2012	Review Grace dockets and circulate updates to working group.	Magzamen, M.	0.3
06/25/2012	Review Grace dockets and circulate updates.	Magzamen, M.	0.2
06/26/2012	Circulate 3d Cir. Status report; circulate regular updates.	Magzamen, M.	0.3
06/27/2012	Circulate docket updates.	Magzamen, M.	0.2
06/28/2012	Circulate docket updates.	Magzamen, M.	0.2
06/29/2012	Circulate docket updates.	Magzamen, M.	0.1

STROOCK

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.2	\$ 725	\$ 145.00
Magzamen, Michael	1.3	335	435.50
Mohamed, David	8.7	210	1,827.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 2,407.50	
TOTAL FOR THIS MATTER		\$ 2,407.50	

STROOCK

RE	Committee, Creditors', Noteholders', or Equity Holders'		
	699843 0017		
DATE	DESCRIPTION	NAME	HOURS
06/11/2012	Attend to District Court's Amended Memorandum Opinion and related orders confirming the Plan and memorandum to the Committee re: same.	Krieger, A.	1.8
06/12/2012	Memoranda with LK and KP re: communication with the Committee re: Amended Memorandum Opinion (.1); conference with Capstone re: Amended Memorandum Opinion and Order (.5).	Krieger, A.	0.6
06/13/2012	Attend to Committee memorandum materials.	Krieger, A.	0.4
06/14/2012	T/c Committee member re: appellate and emergence timing (.4); attend to Committee memorandum re: appellate and emergence timing (6.8).	Krieger, A.	7.2
06/14/2012	Review memo to Committee re: timetable for appeal and emergence.	Kruger, L.	0.6
06/15/2012	Attend to Committee memorandum re: Anderson motion and related case law and appellate timeframe.	Krieger, A.	2.6
06/15/2012	Review draft Committee memo and telephone call with W. Katchen re: confirmation.	Pasquale, K.	0.4
06/19/2012	Memorandum to the Committee re: response to Anderson Memorial's Rule 60(b) motion for relief from confirmation ruling.	Krieger, A.	1.6
06/21/2012	Attend to Capstone's draft memorandum for the Committee re: proposed Bondera Asset Sale and exchanged memoranda with Capstone re: same.	Krieger, A.	1.4
06/25/2012	Memorandum to the Committee re: Debtors' report to the Third Circuit and briefing re: Anderson Memorial's Rule 60(b) Motion and	Krieger, A.	1.5

STROOCK & STROOCK & LAVAN LLP • NEW YORK • LOS ANGELES • MIAMI

180 MAIDEN LANE, NEW YORK, NY 10038-4982 TEL 212.806.5400 FAX 212.806.6006 WWW.STROOCK.COM

STROOCK

DATE	DESCRIPTION	NAME	HOURS
	responses in opposition thereto.		
06/26/2012	Attend to Committee memorandum re: confirmation and emergence status.	Krieger, A.	2.0
06/27/2012	Attend to Garlock stay pleadings and prepare memorandum to the Committee re: same.	Krieger, A.	4.6
06/27/2012	Review memo to Committee re: Garlock stay motion.	Kruger, L.	0.3
06/28/2012	Prepare revised memorandum for the Committee re Garlock stay related motion and District Court's decision and exchange memoranda with LK, KP re same.	Krieger, A.	2.6
06/28/2012	Review memo to UCC re: Garlock issues.	Pasquale, K.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	26.3	\$ 725	\$ 19,067.50
Kruger, Lewis	0.9	1,025	922.50
Pasquale, Kenneth	0.7	920	644.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 20,634.00
--	--------------

TOTAL FOR THIS MATTER	\$ 20,634.00
-----------------------	--------------

STROOCK

RE	Fee Application, Applicant 699843 0018
----	---

DATE	DESCRIPTION	NAME	HOURS
06/06/2012	Review and revise May Grace fee detail.	Magzamen, M.	0.4
06/11/2012	Prepare draft of SSL's 134th monthly fee application for attorney review (.9); review fee auditor's project category summary for the 43rd period as it pertains to SSL's fees (.5).	Mohamed, D.	1.4
06/18/2012	Attend to SSL's May 2012 fee statement.	Krieger, A.	1.0
06/21/2012	Attend to May 2012 fee statement.	Krieger, A.	0.2
06/21/2012	Revise draft of SSL's 134th monthly fee application for attorney review.	Mohamed, D.	0.8

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.2	\$ 725	\$ 870.00
Magzamen, Michael	0.4	335	134.00
Mohamed, David	2.2	210	462.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,466.00
--	-------------

TOTAL FOR THIS MATTER	\$ 1,466.00
-----------------------	-------------

STROOCK

RE	Creditor Inquiries 699843 0019
----	-----------------------------------

DATE	DESCRIPTION	NAME	HOURS
06/06/2012	T/c Creditors re: confirmation and appeal status.	Krieger, A.	0.4
06/12/2012	Telephone conferences and emails with creditors re: district court confirmation rulings.	Pasquale, K.	0.8
06/13/2012	Telephone conferences certain lenders re: district court confirmation order.	Pasquale, K.	0.4
06/19/2012	Telephone conference lender re: confirmation status.	Pasquale, K.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.4	\$ 725	\$ 290.00
Pasquale, Kenneth	1.5	920	1,380.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,670.00
--	-------------

TOTAL FOR THIS MATTER	\$ 1,670.00
-----------------------	-------------

STROOCK

RE	Fee Application, Others 699843 0020
----	--

DATE	DESCRIPTION	NAME	HOURS
06/04/2012	Attend to other professionals' fee applications.	Krieger, A.	0.2
06/18/2012	Attend to other professionals fee applications.	Krieger, A.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.3	\$ 725	\$ 217.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 217.50
--	-----------

TOTAL FOR THIS MATTER	\$ 217.50
-----------------------	-----------

STROOCK

RE	Expenses 699843 0024	
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 0.00
MATTER DISBURSEMENT SUMMARY		
Outside Messenger Service		\$ 70.86
TOTAL DISBURSEMENTS/CHARGES		\$ 70.86
TOTAL FOR THIS MATTER		\$ 70.86

STROOCK

RE	Plan and Disclosure Statement 699843 0036
----	--

DATE	DESCRIPTION	NAME	HOURS
06/11/2012	Attend to memorandum re: Third Circuit's Wright decision.	Krieger, A.	0.4
06/11/2012	Review district court's revised confirmation decision and related orders and review draft email to Committee.	Pasquale, K.	1.2
06/12/2012	Attend to review of Amended Memorandum Opinion and related pleadings.	Krieger, A.	5.0
06/12/2012	Review memorandum opinion and related pleadings.	Kruger, L.	0.6
06/15/2012	Review memo re: Anderson motion.	Kruger, L.	0.3
06/19/2012	Attend to responses by the Plan Proponents and the PD FCR to Anderson Memorial's motion for relief from the District Court's confirmation order.	Krieger, A.	1.2
06/25/2012	Attend to Debtors' proposed letter report to the Third Circuit re status.	Krieger, A.	0.1
06/25/2012	Review Debtors' status letter to Third Circuit (.2); review memo to Committee re: Debtors' report to Third Circuit and briefing re: Anderson 60(b) motion (.3).	Kruger, L.	0.5
06/26/2012	Attend to Garlock's appeal and stay proceedings.	Krieger, A.	0.2
06/27/2012	Attend to District Court's memorandum and order re: Garlock's stay pleadings.	Krieger, A.	0.3
06/28/2012	Revise proposed memo to Committee re: District Court order and possible effective date (.3); e-mails A. Krieger and K. Pasquale re: same (.2).	Kruger, L.	0.5
06/29/2012	Attend to Anderson Memorial's Reply in	Krieger, A.	1.1

STROOCK & STROOCK & LAVAN LLP • NEW YORK • LOS ANGELES • MIAMI

180 MAIDEN LANE, NEW YORK, NY 10038-4982 TEL 212.806.5400 FAX 212.806.6006 WWW.STROOCK.COM

STROOCK

DATE	DESCRIPTION	NAME	HOURS
	support of Rule 60(b) motion and memorandum thereon.		

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	8.3	\$ 725	\$ 6,017.50
Kruger, Lewis	1.9	1,025	1,947.50
Pasquale, Kenneth	1.2	920	1,104.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 9,069.00
--	-------------

TOTAL FOR THIS MATTER	\$ 9,069.00
-----------------------	-------------

STROOCK

RE	Hearings 699843 0037
----	-------------------------

DATE	DESCRIPTION	NAME	HOURS
06/12/2012	Attend to agenda notice for 6/18/12 hearing.	Krieger, A.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.1	\$ 725	\$ 72.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 72.50
--	----------

TOTAL FOR THIS MATTER	\$ 72.50
-----------------------	----------

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 38,931.50
TOTAL DISBURSEMENTS/CHARGES	\$ 70.86
TOTAL BILL	\$ 39,002.36

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

EXHIBIT B

WR GRACE & CO
SUMMARY OF FEES
JUNE 1, 2012 - JUNE 30, 2012

	Hours	Rate	Amount
Partners			
Kruger, Lewis	3.0	\$1,025	\$ 3,075.00
Pasquale, Kenneth	3.4	920	3,128.00
Associates			
Krieger, Arlene G.	41.2	725	29,870.00
Paraprofessionals			
Magzamen, Michael	1.7	335	569.50
Mohamed, David	10.9	210	2,289.00
Total	60.2		\$ 38,931.50

EXHIBIT C

WR GRACE & CO
DISBURSEMENT SUMMARY
JUNE 1, 2012 - JUNE 30, 2012

Outside Messenger Service	\$ 70.86
TOTAL	\$ 70.86

STROOCK

Disbursement Register

DATE	July 10, 2012
INVOICE NO.	568276
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR EXPENSES INCURRED in the captioned matter for the period through June 30, 2012, including:

DATE	DESCRIPTION	AMOUNT
Outside Messenger Service		
06/02/2012	VENDOR: UPS; INVOICE#: 000010X827222; DATE: 6/2/2012 D. Mohamed to Bobbi Ruhlander, Esq. ROCKWALL TX on 05/30/2012	11.37
06/02/2012	VENDOR: UPS; INVOICE#: 000010X827222; DATE: 6/2/2012 D. Mohamed to Dave Klauder, Esq. WILMINGTON DE on 05/30/2012	8.02
06/02/2012	VENDOR: UPS; INVOICE#: 000010X827222; DATE: 6/2/2012 D. Mohamed to David B. Siegal COLUMBIA MD on 05/30/2012	8.02
06/02/2012	VENDOR: UPS; INVOICE#: 000010X827222; DATE: 6/2/2012 D. Mohamed to Dawn S. Marra WILMINGTON DE on 05/30/2012	8.02
06/02/2012	VENDOR: UPS; INVOICE#: 000010X827222; DATE: 6/2/2012 D. Mohamed to Bobbi Ruhlander, Esq. Rockwall TX on 05/31/2012	11.37
06/02/2012	VENDOR: UPS; INVOICE#: 000010X827222; DATE: 6/2/2012 D. Mohamed to David B. Siegal Columbia MD on 05/31/2012	8.02
06/02/2012	VENDOR: UPS; INVOICE#: 000010X827222; DATE: 6/2/2012 D. Mohamed to Dave Klauder, Esq. Wilmington DE on 05/31/2012	8.02
06/02/2012	VENDOR: UPS; INVOICE#: 000010X827222; DATE: 6/2/2012 D. Mohamed to Dawn S. Marra Esq. Wilmington DE on 05/31/2012	8.02
Outside Messenger Service Total		70.86

STROOCK

PAGE: 2

BILL DISBURSEMENT SUMMARY

Outside Messenger Service	\$ 70.86
---------------------------	----------

TOTAL DISBURSEMENTS/CHARGES	\$ 70.86
-----------------------------	----------

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.